

## STARK REAGAN

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June 9, 2009

Via Certified Mail – Return Receipt Requested

The Debtors

GENERAL MOTORS CORPORATION  
Cadillac Building  
30009 Van Dyke Avenue  
Warren, MI 48090-9025  
Attn: Warren Command Center  
Mail Code 480-206-114

WEIL, GOTSHAL & MANGES, LLP  
767 Fifth Avenue  
New York, NY 10153  
Attn: Nathan M. Pierce, Esquire

Re: Demand for Reclamation of Satterlund Supply Company

To Whom It May Concern:

Our client, Satterlund Supply Company (“Satterlund”) is aware that General Motors Corporation (“GM”), along with its related entities (collectively, the “Debtors”), each filed a voluntary petition for relief under title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of New York (Manhattan) (the “Bankruptcy Court”) on June 1, 2009. Satterlund has shipped certain Goods (defined below) to one or more of the Debtors and the Debtors took possession of such Goods prior to the commencement of their bankruptcy proceedings.

*The Debtor receiving such goods was General Motors Detroit-Hamtramck Assy Center, 2500 East General Motors Blvd, Non-Product Receiving Gate C5, Detroit, MI 48211 on May 8, 2009, under Purchase Order GM DTS 03817. The value of the goods GM received is at least \$2,590.11. The products included two #1 Marpac Ball Valves, SSE 790, TTP 01 and two Essex Industries SA 0001x Dead man Handle Assemblies.*

Section 2-702 of the Uniform Commercial Code states that where a seller discovers that a buyer received goods on credit while insolvent, the seller may reclaim the goods upon written demand made within 10 days of receipt of the goods by buyer. Section 546(c) of the Bankruptcy Code extends the look-back period to 45 days. In addition, a demand for reclamation may be made within 20 days of the commencement of a buyer’s bankruptcy case if the 45-day period expires after the commencement of such buyer’s bankruptcy case.

## STARK REAGAN

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Pursuant to the above-referenced status, demand is hereby made by Satterlund for the return of the goods listed on the invoices referenced on Exhibit A attached hereto and incorporated by reference herein, and any other goods that are not listed on Exhibit A, but were received in the 45 days preceding the initiation of the Debtors' bankruptcy proceedings (collectively, the "Goods").

Based upon information currently available to us, we believe that the Debtors received the Goods on credit while insolvent within the 45 days preceding the commencement of the Debtors' bankruptcy proceedings, and as of the date of this letter, no part of the purchase price has been paid for such Goods. Accordingly, Satterlund hereby demands that all of the Goods be returned to it immediately pursuant to this reclamation demand. In addition, Satterlund further demands that the Goods be immediately segregated for return to Satterlund. Satterlund expressly prohibits any of the Debtors from further consuming any of the Goods or making any further sales of the Goods to others. The Goods shall be held in trust for Satterlund pending their return.

Moreover, Satterlund is making a demand for payment of the value of any Goods received by the Debtors during the 20 days preceding the commencement of the Debtors' bankruptcy cases. Section 503(b)(9) of the Bankruptcy Code grants an administrative claim to sellers of goods received by a debtor in the ordinary course of business 20 days prior to the filing of a debtor's bankruptcy petition.

Finally, GM and its related entities may have made representations of solvency to Satterlund within three months before delivery of the Goods thereby entitling Satterlund to additional reclamation rights under Applicable law. Satterlund expressly retains any and all such additional rights of reclamation.

Please promptly confirm that the Debtors will honor Satterlund's reclamation demand and payment demand for the Goods.

Very truly yours,

STARK REAGAN



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By: J. Christopher Caldwell  
Its: Attorney

cc: Mr. Frederick P. Satterlund  
Michael H. Whiting, Esq.  
Brian Shoichi Masumoto, Office of the U.S. Trustee  
Joseph R. Sgroi, Esquire  
Stephen Karotkin, Esquire

**Satterlund****SUPPLY COMPANY**

Specializing in Products for the Piping Industry

A. M. McCARTHY  
& SONS CO.

INVOICE NO.

213183

INVOICE DATE

05-08-09

26277 Sherwood Ave. • Warren, MI 48091  
(586) 755-9700 • FAX (586) 755-9713SOLD GM NAO DISBURSEMENTS CENTER  
P.O. BOX 2000  
TO FLINT, MI 48501-2000SHIP TO DETROIT-HAMTRAMCK ASSY CTR  
2500 E. GENERAL MOTORS BLVD  
NON-PRODUCT RECEIVING GATE C5  
DETROIT MI 48211-2002

CUSTOMER	SHIP VIA	DATE SHIPPED	SSC ORDER NO.	SHIP TO	CUSTOMER PURCHASE ORDER		PAGE
					DW	DTS 03817	
341	DOT RYA/BS	05-08-09	166629				1
SHIPPING PT	02-05-09	Y	19	NET 10TH PROX			
QTY. ORD.	QTY. SHPD.	QTY. B/O	PART NO. / DESCRIPTION	U / M	UNIT PRICE	DISC. %	NET AMOUNT
2	2	0	999990 1 MARFAC BALL VALVE SSE 790 TTF 01-Z W/ DEAD MAN HANDLE ASSEMBLY SA0001X INSTALLED	EA	1,292.00		2,584.00

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 and 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the United States Department of Labor issued under Sec. 14 thereof.

SEE REVERSE SIDE FOR ADDITIONAL TERMS &amp; CONDITIONS

GROSS AMOUNT	TAX	FREIGHT	MISC.	TOTAL INVOICE
2,584.00		6.15		2,590.15

**Satterlund** **SUPPLY COMPANY**

*Specializing in Products for the Piping Industry*

Date: 5-8-09

Driver: Ray

Satterlund	Customer	No. of	Recipient	Print Name
Sales Order No.	Name	Boxes/Pipe	Signature	Of Recipient
166629	Om. Det. 46m.	1	Don Coll	D. COLLINS

SATTERLUND SUPPLY COMPANY  
26277 SHERWOOD AVENUE  
WARREN, MI 48091  
(586) 755-9700 FAX (586) 755-9713

Q14865 01-29-09 1

341

GM NAFO DISBURSEMENTS CENTER  
P. O. BOX 2000  
FLINT, MI 48501-2000

DETROIT-HAMTRAMCK ASSY CTR  
2500 E. GENERAL MOTORS BLVD  
NON-PRODUCT RECEIVING GATE C5  
DETROIT, MI 48211-2002

ROB BARNES 01-29-09 NET 10TH PROX 19 DAN WRIGHT

1 900010 1 MARPAC BALL VALVE SSE 790 TTP 01	EA	2	525.0000	1,050.00
2 999990 ESSEX INDUSTRIES SA0001X DEAD MAN HANDLE ASSEMBLY INSTALLED ON ABOVE VALVE	EA	2	767.0000	1,534.00
3 COMMENTS SPECIAL COMMENTS PRICES INCLUDE ALL FREIGHT CHARGES. LEAD TIME IS ABOUT 7 - 8 WEEKS ARO TO DELIVERED.	EA	1	0.0000	0.00

Subtotal 2,584.00

2,584.00

# Satterlund SUPPLY COMPANY

Specializing in Products for the Piping Industry

26277 Sherwood Ave. • Warren, Michigan 48091 • (586) 755-9700 • FAX (586) 755-9713  
www.satterlund.com

E-mail: satppvf@aol.com

*Bob* *6m*  
pott DTS 03.817

*2 Pcs* *MARPAC Valve*

Essex Industries  
7700 Gravois Rd.  
St. Louis, Mo 63123

166629  
Inv. Value. 39531  
Essex 39532

Robert Barnes @  
GM.COM *Da*  
FEB 05 2009